



BellSouth Telecommunications, Inc

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

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November 22, 2004
TN REGULATORY AUTHORITY
DOCKET ROOM

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

VIA HAND DELIVERY

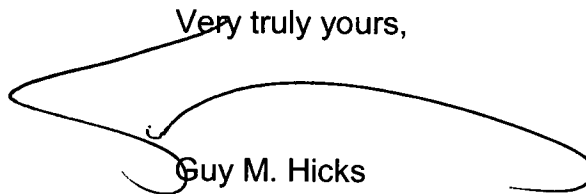
Hon. Pat Miller, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Tariff to Introduce BellSouth® Integrated Solutions*
Docket No. 03-00512

Dear Chairman Miller:

Enclosed are the original and fourteen copies of BellSouth's *Motion to Supplement Record on Appeal*. Copies of the enclosed are being provided to counsel of record.

Very truly yours,



Guy M. Hicks

GMH.ch

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

| | | |
|---------------------------------|---|---------------------------|
| In Re: |) | |
| |) | Docket No. 03-00512 |
| Promotion to Introduce |) | |
| BellSouth Integrated Solutions |) | Court of Appeals Case No. |
| Program – Tariff Number 2003956 |) | M2004-01481-R12-CV |

BELLSOUTH’S MOTION TO SUPPLEMENT RECORD ON APPEAL

BellSouth Telecommunications, Inc. (“BellSouth”) moves the Tennessee Regulatory Authority pursuant to 24(e) of the Tennessee Rules of Appellate Procedure to supplement the record on appeal in the above-styled matter. Specifically, BellSouth requests that the record in this matter be supplemented to include BellSouth’s *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings*, which was filed in the Wireless Answers and Combined Bill dockets and has been included in the appellate records of those matters.

On June 17, 2004, the Consumer Advocate filed in the Tennessee Court of Appeals their Petitions for Review of final orders entered by the TRA in the following three cases: (a) TRA Docket No. 03-00512, *In re: Promotion to Introduce BellSouth Integrated Solutions Program – Tariff Number 20003956* (Case No. M2004-01485-COA-R12-CV) (hereinafter, “Integrated Solutions”); (b) TRA Docket No. 03-00554, *In re: Tariff to Establish the Wireless Answers Promotion – Tariff Number 2003-1036* (Case No. M2004-01482-COA-R12-CV) (hereinafter, “Wireless Answers”); and (c) TRA Docket No. 03-00624, *In re: Tariff to Establish*

Consumer Wireless Combined Bill Reward Offer – Tariff Number 2003-1379 (Case No. M2004-01481-COA-R12-CV) (hereinafter, “Combined Bill Reward”).

These three cases involve tariffs filed by BellSouth that offer customers a bundle of regulated and non-regulated services for a single discount price. The central legal issue in these three dockets concerned whether BellSouth must resell to competitors at a wholesale rate regulated telecommunications services that are bundled or combined with other non-regulated services into a single retail offering. In all three cases, the Authority approved the tariffs offered by BellSouth. See *Integrated Solutions*, Docket No. 03-00512 (Order of Apr. 22, 2004); *Wireless Answers*, Docket No. 03-00554 (Order of Apr. 28, 2004); *Combined Bill Reward*, Docket No. 03-00624, (Order of Apr. 28, 2004).

On August 31, 2004, the Consumer Advocate moved the Court of Appeals to consolidate *Integrated Solutions*, *Wireless Answers*, and *Combined Bill Reward* on the grounds that all three appeals involve essentially the same issues. BellSouth did not oppose the motion to consolidate. On September 7, 2004, in response to the motion, the Court of Appeals ruled that the three appeals would be consolidated “for the purposes of briefing and oral argument only.” Order (Sep. 7, 2004) (attached hereto as Exh. 1).

Although the Court of Appeals consolidated the three appeals for purposes of briefing and oral argument, the Court did not consolidate the appellate records in the three cases. For this reason, BellSouth finds it necessary to move to supplement the appellate records with any items filed in one of the three records that is necessary for briefing in any other appeal.

Specifically, BellSouth requests that the Authority supplement the appellate record in *Integrated Solutions* to include BellSouth's *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings*, which BellSouth filed on December 19, 2003, in the *Wireless Answers* and *Combined Bill Reward* dockets. This brief already is included in the *Wireless Answers* and *Combined Bill Reward* appellate records. See BellSouth's *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings, Wireless Answers*, Case No. M2004-01482-COA-R12-CV, Record on Appeal at 57-77; and *Combined Bill Reward*, Case No. M2004-01481-COA-R12-CV, Record on Appeal at 63-83.

BellSouth's *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings* was filed pursuant to the Authority's "additional briefing" schedule for the *Wireless Answers* and *Combined Bill Reward* dockets as discussed during the Agenda Conference on December 15, 2003. The Brief contains an extended discussion of the FCC's position regarding bundled offerings and resale obligations under federal law, which briefing is highly relevant to issues raised in the *Integrated Solutions* appeal. In order for BellSouth to effectively brief the issues presented for review in the appeal of *Integrated Solutions*, it is essential for BellSouth to reference and discuss the *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings*.

On August 23, 2004, the Consumer Advocate moved the Authority to supplement the appellate records in *Wireless Answers*, *Combined Bill Reward*, and *Integrated Solutions* to include all matters from *In re: Sprint United Tariff 2003-710 to Introduce Safe and Sound II Solutions*, TRA Docket No. 03-00442 ("Safe

and Sound”), in which the Authority convened a contested case to address issues regarding an incumbent telephone company’s duty to resell telecommunications services that are bundled into a service offering with other, non-regulated services. This motion is currently pending before the Authority and is not opposed by BellSouth. In fact, the rationale for supplementing the three appellate records with items from the *Safe and Sound* docket is parallel to the rationale supporting BellSouth’s instant motion—the parties should be able to reference and the Court of Appeals cite to matters from other dockets addressing issues identical to the issues raised in the instant docket.

Based on the foregoing, BellSouth respectfully requests that the Record on Appeal in *Integrated Solutions* be supplemented to include BellSouth’s *Brief Addressing Federal Resale Requirements in the Context of Combined Offerings*, which was filed in the *Wireless Answers* and *Combined Bill Reward* dockets.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

Guy M. Hicks
Joelle J. Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300
615/214-6301

R. Douglas Lackey
675 W. Peachtree St., NE, Suite 4300
Atlanta, GA 30375

CERTIFICATE OF SERVICE

I hereby certify that on November 22, 2004, a copy of the foregoing document was served on the following, via the method indicated:

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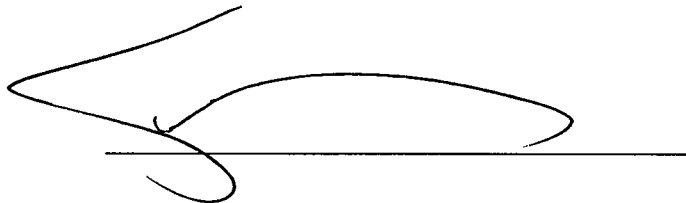
Joe Shirley, Esquire
Office of Tennessee Attorney General
P. O. Box 20207
Nashville, Tennessee 37202
joe.shirley@state.tn.us

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Henry Walker, Esquire
Boult, Cummings, et al.
414 Union Street, #1600
Nashville, TN 37219-8062
hwalker@boultcummings.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Richard Collier, Esquire
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243
Richard.collier@state.tn.us

A handwritten signature in black ink, appearing to be "Richard Collier", written over a horizontal line.